

UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS

In re:	MASTER DOCKET
M3 POWER RAZOR SYSTEM	Civil Action No. 05-11177
MARKETING & SALES PRACTICES	(Lead Case)
LITIGATION	MDL Docket No. 1704
THIS DOCUMENT RELATES TO:	
ALL ACTIONS	Jury Trial Demanded

**PLAINTIFFS' MOTION FOR PRELIMINARY APPROVAL  
OF CLASS ACTION SETTLEMENT AND PUBLISHING OF  
NOTICE, AND SETTING OF A FINAL FAIRNESS HEARING**

NOW COME plaintiffs Mark Dearman, Anthony DeBiseglia, Matthew Marr, Adam Kline, Greg Besinger, Collin L. McGeary, Javier Tunon, and Jean-Sebastien Elie (the "Representative Plaintiffs"), individually and on behalf of the Settlement Class (as defined in the Settlement Agreement and stated below), by and through Ben Barnow, Barnow and Associates, P.C., and Robert M. Rothman, Lerach Coughlin Stoia Geller Rudman & Robbins LLP (together, "Settlement Class Counsel"), and as their Motion for Preliminary Approval of Class Action Settlement and Publishing of Notice, and Setting of a Final Fairness Hearing, state as follows:

1. This litigation arose from Gillette's conduct in the advertising and marketing of the Mach 3 Power Razor ("M3Power Razor").
2. After extensive and arm's-length negotiations, a proposed Settlement Agreement has been reached which will provide fair, reasonable, and adequate relief to members of the Settlement Class.
3. For the reasons set forth in Plaintiffs' Memorandum In Support of Motion for Preliminary Approval of Class Action Settlement and Publishing of Notice, and Setting of a

Final Fairness Hearing (“Memorandum”), the preliminary approval of the settlement is appropriate.

Therefore, Representative Plaintiffs, individually and on behalf of the proposed Settlement Class, pray that this Honorable Court enter an order:

- (a) granting class certification of a Settlement Class as requested in the accompanying Memorandum;
- (b) appointing Ben Barnow and Robert M. Rothman as Settlement Class Counsel and appointing plaintiffs Mark Dearman, Anthony DeBiseglia, Matthew Marr, Adam Kline, Greg Besinger, Collin L. McGear, Javier Tunon, and Jean-Sebastien Elie as Representative Plaintiffs;
- (c) preliminarily finding that the Settlement Agreement is fair, reasonable, and adequate, and in the best interest of the Class;
- (d) authorizing the Notice of class certification and preliminary approval of settlement to the Settlement Class in the manner set forth in the Settlement Agreement and in the forms attached as Exhibits D and E to the Settlement Agreement;
- (e) appointing Complete Claims Solutions, LLC, as the Claims Administrator;
- (f) setting a date for the Final Fairness Hearing to consider entry of a final order approving the Settlement Agreement and the request for attorneys’ fees, costs, and expenses and incentive awards; and
- (g) granting such other and additional relief as the Court may deem just and appropriate.

Respectfully submitted,

/s/ Ben Barnow  
One of Co-Lead Counsel

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CERTIFICATE OF SERVICE

I hereby certify that this document, filed through the ECF system, will be sent electronically to the registered participants as identified on the Notice of Electronic Filing ("NEF") and paper copies will be sent to those indicated as non-registered participants on the 8th day of October, 2006.

/s/ Ben Barnow